



WEIL, GOTSHAL & MANGES LLP  
Stephen Karotkin (*pro hac vice*)  
(stephen.karotkin@weil.com)  
Ray C. Schrock, P.C. (*pro hac vice*)  
(ray.schrock@weil.com)  
Jessica Liou (*pro hac vice*)  
(jessica.liou@weil.com)  
Matthew Goren (*pro hac vice*)  
(matthew.goren@weil.com)|  
767 Fifth Avenue  
New York, NY 10153-0119  
Tel: 212 310 8000  
Fax: 212 310 8007

Signed and Filed: December 10, 2019

DENNIS MONTALI  
U.S. Bankruptcy Judge

KELLER & BENVENUTTI LLP  
Tobias S. Keller (#151445)  
(tkeller@kellerbenvenutti.com)  
Jane Kim (#298192)  
(jkim@kellerbenvenutti.com)  
650 California Street, Suite 1900  
San Francisco, CA 94108  
Tel: 415 496 6723  
Fax: 650 636 9251

*Attorneys for Debtors and Debtors in Possession*

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

**In re:**

**PG&E CORPORATION,**

**- and -**

**PACIFIC GAS AND ELECTRIC  
COMPANY,**

**Debtors.**

☐ Affects PG&E Corporation  
☐ Affects Pacific Gas and Electric Company  
☒ Affects both Debtors  
\* All papers shall be filed in the Lead Case,  
No. 19-30088 (DM).

Bankruptcy Case  
No. 19 -30088 (DM)  
Chapter 11  
(Lead Case)  
(Jointly Administered)

**ORDER PURSUANT TO  
11 U.S.C. § 1121(d) EXTENDING THE  
EXCLUSIVE SOLICITATION PERIOD**

1           Upon the Motion, dated November 20, 2019 [Docket No. 4825] (the “**Motion**”)<sup>1</sup> of PG&E  
2 Corporation (“**PG&E Corp.**”) and Pacific Gas and Electric Company (the “**Utility**”), as debtors and  
3 debtors in possession (collectively, “**PG&E**” or the “**Debtors**”) in the above-captioned chapter 11  
4 cases (the “**Chapter 11 Cases**”), pursuant to section 1121(d) of title 11 of the United States Code (the  
5 “**Bankruptcy Code**”), for entry of an order further extending the Exclusive Solicitation Period to and  
6 including March 20, 2020, subject to the relief granted by the Court pursuant to the Exclusivity  
7 Termination Order to allow the Official Committee of Tort Claimants (the “**TCC**”) and Ad Hoc  
8 Committee of Senior Noteholders of the Utility (the “**Ad Hoc Noteholder Committee**”) to file and  
9 solicit the TCC/Noteholder Plan, without prejudice to the Debtors’ right to seek additional extensions  
10 of the Exclusive Solicitation Period, all as more fully set forth in the Motion; and this Court having  
11 jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and  
12 1334, *Order Referring Bankruptcy Cases and Proceedings to Bankruptcy Judges*, General Order 24  
13 (N.D. Cal.), and Rule 5011-1(a) of the Bankruptcy Local Rules for the United States District Court for  
14 the Northern District of California (the “**Bankruptcy Local Rules**”); and consideration of the Motion  
15 and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being  
16 proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found and  
17 determined that notice of the Motion as provided to the parties listed therein is reasonable and  
18 sufficient under the circumstances, and it appearing that no other or further notice need be provided;  
19 and this Court having reviewed the Motion, the Wells Declaration, and the Boken Declaration, and  
20 the various statements, objections, responses, and joinders filed in response to the Motion [Docket  
21 Nos. 4976, 4981, 4982, and 4983] (collectively, the “**Objections**”); and this Court having determined  
22 that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein  
23 [Docket No. 5017]; and it appearing that the relief requested in the Motion is in the best interests of  
24 the Debtors, their estates, creditors, shareholders, and all parties in interest; and upon all of the  
25 proceedings had before this Court and after due deliberation and sufficient cause appearing therefor,  
26  
27

28 <sup>1</sup> Capitalized terms used but not otherwise herein defined shall have the meanings ascribed to such terms in the Motion.

**IT IS HEREBY ORDERED THAT:**

1  
2           1.       The Motion is granted as provided herein and any Objections that remain  
3 outstanding or unresolved are hereby overruled.

4           2.       Pursuant to section 1121(d) of the Bankruptcy Code, the Debtors' Exclusive  
5 Solicitation Period in which to solicit acceptances of their chapter 11 plan is extended to and including  
6 March 20, 2020, subject to the relief granted by the Court pursuant to the Exclusivity Termination  
7 Order to allow the TCC and the Ad Hoc Noteholder Committee to file and solicit the TCC/Noteholder  
8 Plan.  
9

10          3.       The extension of the Exclusive Solicitation Period granted herein is without  
11 prejudice to such further requests that may be made pursuant to section 1121(d) of the Bankruptcy  
12 Code by the Debtors or any party in interest, for cause shown, upon notice and a hearing.

13          4.       This Court shall retain jurisdiction to hear and determine all matters arising  
14 from or related to the implementation, interpretation, or enforcement of this Order.  
15

16                               \*\* END OF ORDER \*\*  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28